

April 20, 2011

VIA FEDEX

U.S. Bank
Attn: FCC Government Lockbox #979097
SL-MO-C2-GL
1005 Convention Plaza
St. Louis, MO 63101

Re: *Applications of AT&T Inc. & Deutsche Telekom for Consent to Assign or
Transfer Control of Licenses and Authorizations, WT Dkt No. 11-65*

Dear Sir or Madam:

Enclosed please find a Form 603 and attachments comprising an application for approval of the transfer of control of Iowa Wireless Services Holding Corporation from Deutsche Telekom AG to AT&T Inc., along with a Form 159 and a check for the requisite filing fee of \$235.00. The licenses subject to this application are KNLG769, *et al.*

Also enclosed are a copy of this letter and a self-addressed FedEx envelope with instructions for FedEx to bill shipment to Arnold & Porter LLP's account. Please date stamp the copy of this letter and return it to me in the FedEx envelope.

The application contains a request for a waiver of the electronic filing requirements set forth in Section 1.913(b) of the Commission's rules.¹ I am advising Kathy Harris, Deputy Chief of the Mobility Division of the Wireless Telecommunications Bureau, that this application has been filed manually.

¹ 47 C.F.R. § 1.913(b).

ARNOLD & PORTER LLP

U.S. Bank
April 20, 2011
Page 2

If you have any questions regarding the application and related waiver request, please contact me at 202-942-5634 or at Peter_Schildkraut@aporter.com. Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Peter J. Schildkraut", with a long horizontal flourish extending to the right.

Peter J. Schildkraut
Counsel for AT&T Inc.

Enclosures

FCC Application for Assignments of Authorization and Transfers of Control:
Wireless Telecommunications Bureau
Public Safety and Homeland Security Bureau

General Information

1) Application Purpose (Select only one) (TC)	
AA - Assignment of Authorization TC - Transfer of Control	AM - Amendment WD - Withdrawal
NT - Required Notification (For Consummation of an Assignment or Transfer) EX - Request for Extension of Time (To Consummate an Assignment or Transfer)	
2) If this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number:
3a) Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(Y) <u>Yes</u> <u>No</u>
3b) If the answer to 3a is 'Y', provide the File Number of the lead application.	File Number: 0004669383
3c) Does this application for Assignment of Authorization or Transfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	(Y) <u>Yes</u> <u>No</u>
4) Are attachments being filed with this application?	(Y) <u>Yes</u> <u>No</u>

Fees and Waivers

5a) Is the applicant exempt from FCC application fees? If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	(N) <u>Yes</u> <u>No</u>
5b) Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application? If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	(N) <u>Yes</u> <u>No</u>
6a) Does this application include a request for waiver of the Commission's rules (other than a request for application fee waivers)? If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	(Y) <u>Yes</u> <u>No</u>
6b) If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections: 1

Additional Transaction Information

7) Has this application for Assignment of Authorization or Transfer of Control already occurred?	(N) <u>Yes</u> <u>No</u>
8a) The Assignment of Authorization or Transfer of Control is:	(X) Voluntary () Involuntary
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DD/YYYY) / /
9a) Is this application a <i>pro forma</i> Assignment of Authorization or Transfer of Control?	(N) <u>Yes</u> <u>No</u>
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?	() <u>Yes</u> <u>No</u>
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY) / /
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.	() <u>Yes</u> <u>No</u>
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?	() <u>Yes</u> <u>No</u>

11) How will/has the Assignment of Authorization or Transfer of Control be/been accomplished? Select One: (<u>T</u>)		
<u>S</u> ale or other assignment of assets	<u>C</u> ourt order	<u>R</u> eorganization or liquidation
<u>T</u> ransfer of stock or other ownership interests		
<u>O</u> ther (voting trust agreement, management contract, etc.): _____		

Designated Entity Information (If 12a, 12b or 12c is 'Y', Schedule A is required to be completed.)

12a) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally awarded with bidding credits within the last five years?	(<u>N</u>) <u>Y</u> es <u>N</u> o
12b) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally subject to the Commission's installment payment plan?	(<u>Y</u>) <u>Y</u> es <u>N</u> o
12c) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally granted pursuant to closed bidding within the last five years?	(<u>N</u>) <u>Y</u> es <u>N</u> o

Competition-Related Information

13) Does this application for Assignment of Authorization or Transfer of Control involve a license(s) that may be used for interconnected mobile voice and/or data services that would, if assigned or transferred, create a geographic overlap with another license(s) in which the Assignee/Transferee already holds direct or indirect interests (of 10 percent or more), either as a licensee or spectrum lessee/sublessee, and that also could be used to provide interconnected mobile voice and/or data services?	(<u>Y</u>) <u>Y</u> es <u>N</u> o
14a) Does the Assignee/Transferee hold direct or indirect interests (of 10 percent or more) in any entity that already has access to 10 MHz or more spectrum in the Cellular Radiotelephone, broadband PCS, or Specialized Mobile Radio (SMR) services through license(s), lease(s), or sublease(s) in the same geographic area?	(<u>Y</u>) <u>Y</u> es <u>N</u> o
14b) Would/does this application for Assignment of Authorization or Transfer of Control reduce the number of entities providing service (using spectrum in any of the three services listed in item 14a) in the affected market(s)?	(<u>N</u>) <u>Y</u> es <u>N</u> o

Broadband Radio Service and Educational Broadband Service Information

15a) Will the requested facilities be used to provide multichannel video programming service?	() <u>Y</u> es <u>N</u> o
15b) If 15a is 'Y', does the Assignee/Transferee operate, control or have attributable interest (as defined in Section 27.1202 of the Commission's Rules) in a cable television system whose franchise area is located within the geographic area of the requested facilities? If 'Y', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1202 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	() <u>Y</u> es <u>N</u> o
16) Does the Assignee/Transferee comply with the programming requirements contained in Section 27.1203 of the Commission's Rules? If 'N', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1203 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	() <u>Y</u> es <u>N</u> o

Assignor/Licensee Information

17) Assignor/Licensee is a(n): (Select One)			
<input type="checkbox"/> Individual <input type="checkbox"/> Unincorporated Association <input type="checkbox"/> Trust <input type="checkbox"/> Government Entity <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Limited Liability Company			
<input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Limited Liability Partnership <input type="checkbox"/> Consortium			
<input type="checkbox"/> Other: _____			
18) FCC Registration Number (FRN): 0002576874			
19) First Name (if individual):		MI:	Suffix:
20) Legal Entity Name (if not an individual): Iowa Wireless Services Holding Corporation			
21) Attention To: Michael Haskins			
22) P.O. Box:	And /Or	23) Street Address: 4135 N.W. Urbandale Drive	
24) City: Urbandale		25) State: IA	26) Zip Code: 50322
27) Telephone Number: (515) 258-7000		28) Fax Number: (515) 258-7100	
29) E-Mail Address: mike.haskins@iwireless.com			

30) Demographics of Assignor/Licensee (Optional):

Race:	Ethnicity:	Gender:
<input type="checkbox"/> American Indian or Alaska Native	<input type="checkbox"/> Hispanic or Latino	<input type="checkbox"/> Male
<input type="checkbox"/> Asian	<input type="checkbox"/> Not Hispanic or Latino	<input type="checkbox"/> Female
<input type="checkbox"/> Black or African-American		
<input type="checkbox"/> Native Hawaiian or Other Pacific Islander		
<input type="checkbox"/> White		

Assignor/Licensee Contact Representative (if other than Assignor/Licensee)**() Check here if same as Assignor/Licensee**

31) First Name: Tony		MI:	Last Name: Lee		Suffix:
		S			
32) Company Name: Venable LLP					
33) Attention To:					
34) P.O. Box:		And /Or	35) Street Address: 575 7th Street, NW		
36) City: Washington			37) State: DC	38) Zip Code: 20004	
39) Telephone Number: (202) 344-8065			40) Fax Number: (202) 344-8300		
41) E-Mail Address: tslee@venable.com					

Transferor Information (for Transfers of Control only)

42) Transferor is a(n): (Select One)			
() Individual () Unincorporated Association () Trust () Government Entity (X) Corporation () Limited Liability Company			
() General Partnership () Limited Partnership () Limited Liability Partnership () Consortium			
() Other: _____			
43) FCC Registration Number (FRN): 0006184170			
44) First Name (if individual):	MI:	Last Name:	Suffix:
45) Legal Entity Name (if not an individual): Deutsche Telekom AG			
46) Attention To: Dan Menser			
47) P.O. Box:	And /Or	48) Street Address: 12920 SE 38th Street	
49) City: Bellevue		50) State: WA	51) Zip Code: 98006
52) Telephone Number: (425) 383-4000		53) Fax Number: (425) 383-4840	
54) E-Mail Address: dan.menser@t-mobile.com			

55) Demographics of Transferor (Optional):

Race: () American Indian or Alaska Native () Asian () Black or African-American () Native Hawaiian or Other Pacific Islander () White	Ethnicity: () Hispanic or Latino () Not Hispanic or Latino	Gender: () Male () Female
--	---	--

Transferor Contact Representative (if other than Transferor)

() Check here if same as Transferor.

56) First Name:	MI:	Last Name:	Suffix:
57) Company Name: Wiley Rein LLP			
58) Attention To: Nancy J. Victory			
59) P.O. Box:	And /Or	60) Street Address: 1776 K Street, NW	
61) City: Washington		62) State: DC	63) Zip Code: 20006
64) Telephone Number: (202) 719-7344		65) Fax Number: (202) 719-7049	
66) E-Mail Address: nvictory@wileyrein.com			

Assignee/Transferee Information

67) Assignee/Transferee is a(n): (Select One) () Individual () Unincorporated Association () Trust () Government Entity (X) Corporation () Limited Liability Company () General Partnership () Limited Partnership () Limited Liability Partnership () Consortium () Other: _____			
68) FCC Registration Number (FRN): 0005193701			
69) First Name (if individual):	MI:	Last Name:	Suffix:
70) Legal Entity Name (if not an individual): AT&T Inc.			
71) Attention To: William R. Drexel			
72) Real Party in Interest FCC Registration Number (FRN): 0005193701			
73) Name of Real Party in Interest: AT&T Inc.			
74) P.O. Box:	And /Or	75) Street Address: 208 South Akard Street, Room 3305	
76) City: Dallas	77) State: TX	78) Zip Code: 75202	
79) Telephone Number: (214) 757-3350		80) Fax Number: (214) 746-2152	
81) E-Mail Address: william.drexel@att.com			

82) Demographics of Assignee/Transferee (Optional):

Race: () American Indian or Alaska Native () Asian () Black or African-American () Native Hawaiian or Other Pacific Islander () White	Ethnicity: () Hispanic or Latino () Not Hispanic or Latino	Gender: () Male () Female
--	---	--

Assignee/Transferee Contact Representative (if other than Assignee/Transferee)☒ Check here if same as Assignee/Transferee.

83) First Name:	MI:	Last Name:	Suffix:
84) Company Name:			
85) Attention To:			
86) P.O. Box:	And /Or	87) Street Address:	
88) City:	89) State:	90) Zip Code:	
91) Telephone Number:		92) Fax Number:	
93) E-Mail Address:			

Ownership Disclosure Information

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(<u>Y</u>) <u>Yes</u> <u>No</u>
94b) If 94a is 'Y', provide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: <u>0004697294</u>

Alien Ownership Information

95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	(<u>N</u>) <u>Yes</u> <u>No</u>
96) Is the Assignee/Transferee an alien or the representative of an alien?	(<u>N</u>) <u>Yes</u> <u>No</u>
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	(<u>N</u>) <u>Yes</u> <u>No</u>
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(<u>N</u>) <u>Yes</u> <u>No</u>
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(<u>N</u>) <u>Yes</u> <u>No</u>
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application? If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	(<u> </u>) <u>Yes</u> <u>No</u>

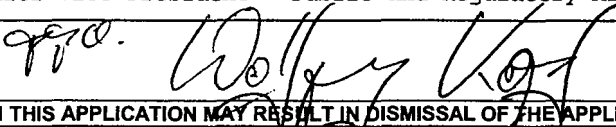
Basic Qualification Information

100) Has the Assignee/Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission?	(<u>N</u>) <u>Yes</u> <u>No</u>
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(<u>N</u>) <u>Yes</u> <u>No</u>
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	(<u>N</u>) <u>Yes</u> <u>No</u>

Assignor/Transferor Certification Statements

- 1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.
- 2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

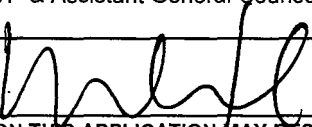
Typed or Printed Name of Party Authorized to Sign

103) First Name: Wolfgang	MI:	Last Name: Kopf	Suffix:
104) Title: Senior Vice President - Public and Regulatory Affairs			
Signature: 			105) Date: 4/20/2011
FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Assignee/Transferee Certification Statements

1)	The Assignee/Transferee certifies either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for <i>pro forma</i> assignments and transfers by telecommunications carriers. See Section 1.948(c)(1) of the Commission's Rules.
2)	The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
3)	The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.* *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
4)	The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
5)	The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
6)	The Assignee/Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the Commission's Rules for the definition of "party to the application" as used in this certification.
7)	The Assignee/Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

106) First Name: William	MI: R	Last Name: Drexel	Suffix:
107) Title: Sr. VP & Assistant General Counsel			
Signature: 			108) Date: 4/20/11
FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Authorizations To Be Assigned or Transferred

109) Call Sign	110) Radio Service Code	111) Location Number	112) Path Number (Microwave only)	113) Frequency Number	114) Lower or Center Frequency (MHz)	115) Upper Frequency (MHz)	116) Constructed <u>Yes / No</u>
KNLG769	CW - PCS Broadband						Y
KNLG770	CW - PCS Broadband						Y
KNLH741	CW - PCS Broadband						Y
KNLH743	CW - PCS Broadband						Y
WPOH984	CW - PCS Broadband						Y
WPOM980	CW - PCS Broadband						Y
WPOM981	CW - PCS Broadband						Y
WPSF625	CW - PCS Broadband						Y
WPSF626	CW - PCS Broadband						Y
WPSF627	CW - PCS Broadband						Y
WQEA995	CW - PCS Broadband						Y
WQGG312	CW - PCS Broadband						Y
WQGG313	CW - PCS Broadband						Y
WQIG709	NN - 3650- 3700 MHz						Y
WQIL857	CW - PCS Broadband						Y
WQJJ983	CW - PCS Broadband						Y
WQMN858	AW-AWS, 1710- 1755/2110- 2155 MHz Bands						N
WQMN859	AW-AWS, 1710- 1755/2110- 2155 MHz Bands						N

**Schedule for Licensees that Received Bidding Credits or
Participate in the Installment Payment Plan,
or Involving Licenses Won in Closed Bidding**

For Purposes of Schedule A, Applicant is defined as the Assignee (Assignment of Authorization) or the post-transaction Licensee (Transfers of Control)

Bidding Credits

1) Have the full amount of bidding credits awarded with regard to each of the subject license(s) been paid as part of unjust enrichment payment(s) in previous transaction(s)? If the response to Item 1 is 'Yes', Item 2 is not required to be completed.	() <u>Yes</u> <u>No</u>
2) With respect to each of the subject licenses, the Applicant: () a) qualifies for the same designated entity status as the current Licensee () b) qualifies for a different designated entity status than the current Licensee () c) does not qualify for any designated entity status	

Installment Payments

3) Have all the installment payment obligations for each of the subject licenses been paid in full? If the response to Item 3 is 'Yes', Item 4 is not required to be completed.	(<u>Y</u>) <u>Yes</u> <u>No</u>
4) With respect to each of the subject licenses, the Applicant: () a) qualifies for the same eligibility status for the installment payment plan as the current Licensee () b) qualifies for a different eligibility status for the installment payment plan than the current Licensee () c) does not qualify for the installment payment plan	

Closed Bidding Licenses

5) Have construction notifications been submitted as required by the Commission's Rules for each of the subject licenses? If the response to Item 5 is 'Yes', Item 6 is not required to be completed.	() <u>Yes</u> <u>No</u>
6) With respect to each of the subject licenses, the Applicant: () a) qualifies for closed bidding () b) does not qualify for closed bidding	

7) Revenue and Asset Information for the Applicant

Purpose ((Check Modify if filing an Amendment application and changing the Revenue and Asset Information from what was provided on the original filing)

☐ Modify

Gross Revenue Disclosure Most Recent Reportable Year

8a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
8b) Gross Revenues	\$ _____ (Format: 99,999.99)
8c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

One Year Prior to Most Recent Reportable Year

9a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
9b) Gross Revenues	\$ _____ (Format: 99,999.99)
9c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Two Years Prior to Most Recent Reportable Year

10a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
10b) Gross Revenues	\$ _____ (Format: 99,999.99)
10c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Average Gross Revenue

11) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)

Asset Disclosure

12) Total Assets as of Application Filing Date: \$ _____ (Format: 99,999.99)
--

Financial Statements

13) Audited or Unaudited (Check One) <input type="checkbox"/> The Applicant used audited financial statements. <input type="checkbox"/> The Applicant used unaudited financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the Applicant's chief financial officer or the equivalent.

**14) Revenue and Asset Information for the Disclosable Interest Holder (DIH)
Purpose (Select One)**

<input type="checkbox"/> Add	<input type="checkbox"/> Modify	<input type="checkbox"/> Delete
------------------------------	---------------------------------	---------------------------------

15) Disclosable Interest Holder

<input type="checkbox"/> Entity Name:				FCC Registration Number (FRN):
<input type="checkbox"/> Individual Name: First	MI	Last	Suffix	FCC Registration Number (FRN):

**Gross Revenue Disclosure
Most Recent Reportable Year**

16a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
16b) Gross Revenues	\$ _____ (Format: 99,999.99)
16c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

One Year Prior to Most Recent Reportable Year

17a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
17b) Gross Revenues	\$ _____ (Format: 99,999.99)
17c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Two Years Prior to Most Recent Reportable Year

18a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
18b) Gross Revenues	\$ _____ (Format: 99,999.99)
18c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Average Gross Revenue

19) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)

Asset Disclosure

20) Total Assets as of Application Filing Date: \$ _____ (Format: 99,999.99)
--

Financial Statements

21) Audited or Unaudited (Check One) <input type="checkbox"/> The DIH used audited financial statements. <input type="checkbox"/> The DIH used unaudited financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the Applicant's chief financial officer or the equivalent.

22) Revenue and Asset Information for the Affiliate Purpose (Select One)

<input type="checkbox"/> Add	<input type="checkbox"/> Modify	<input type="checkbox"/> Delete
------------------------------	---------------------------------	---------------------------------

23) Affiliate

<input type="checkbox"/> Entity Name:				FCC Registration Number (FRN):
<input type="checkbox"/> Individual Name: First	MI	Last	Suffix	FCC Registration Number (FRN):

Gross Revenue Disclosure Most Recent Reportable Year

24a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
24b) Gross Revenues	\$ _____ (Format: 99,999.99)
24c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

One Year Prior to Most Recent Reportable Year

25a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
25b) Gross Revenues	\$ _____ (Format: 99,999.99)
25c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Two Years Prior to Most Recent Reportable Year

26a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	() <u>Yes</u> <u>No</u>
If 'Yes', provide the following information.	
26b) Gross Revenues	\$ _____ (Format: 99,999.99)
26c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Average Gross Revenue

27) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)

Asset Disclosure

28) Total Assets as of Application Filing Date: \$ _____ (Format: 99,999.99)
--

Financial Statements

29) Audited or Unaudited (Check One)
<input type="checkbox"/> The Affiliate used audited financial statements.
<input type="checkbox"/> The Affiliate used unaudited financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the Applicant's chief financial officer or the equivalent.

Closed Bidding/Designated Entity Eligibility
Total Gross Revenues for Most Recent Reportable Year

30a) Gross Revenues: \$ _____ (Format: 99,999.99)
30b) Year End Date: _____ (Date Format: MM/DD/YYYY)

Total Gross Revenues for One Year Prior to Most Recent Reportable Year

31a) Gross Revenues: \$ _____ (Format: 99,999.99)
31b) Year End Date: _____ (Date Format: MM/DD/YYYY)

Total Gross Revenues for Two Years Prior to Most Recent Reportable Year

32a) Gross Revenues: \$ _____ (Format: 99,999.99)
32b) Year End Date: _____ (Date Format: MM/DD/YYYY)

Total Aggregate Average Gross Revenues for Designated Entity

33) Aggregate Average Gross Revenue: \$ _____ (Format: 99,999.99)

Total Aggregate Average Gross Revenues for Closed Bidding

34) Aggregate Average Gross Revenue: \$ _____ (Format: 99,999.99)

Total Assets Disclosure for Closed Bidding

35) Total Assets: \$ _____ (Format: 99,999.99)

Lead Application Information

This Application is one of a group of applications being filed in connection with the proposed transfer of control of all the licenses and authorizations held by T-Mobile USA, Inc. and its subsidiaries from Deutsche Telekom AG to AT&T Inc. The Applicants have designated the application being filed concurrently to transfer control of T-Mobile License LLC from Deutsche Telekom AG to AT&T Inc. (File No. 0004669383) as the lead wireless radio services application for the transaction. Accordingly, the Applicants hereby incorporate by reference all exhibits of the lead application.

Second Signature of Transferor

The internal governance policies of transferor, Deutsche Telekom AG (“DT”), require the signatures of two legal representatives of DT to legally bind the company. Wolfgang Kopf, Senior Vice President – Public and Regulatory Affairs, is signing this FCC application form on behalf of DT. Because the form provides for only one transferor signature, the Applicants have attached this exhibit so as to include a second “Transferor Certification Statements” page containing the certification and signature of Volker Stapper, Vice President International Competition and Media Policy.


Assignor/Transferor Certification Statements

- 1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.
- 2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

103) First Name: Volker	MI:	Last Name: Stapper	Suffix:
----------------------------	-----	-----------------------	---------

104) Title: Vice President International Competition and Media Policy

Signature: 	105) Date: 4/20/11
---	-----------------------

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Request for Waiver of Electronic Filing Rules

The Applicants request a waiver of the Commission's electronic filing requirements contained in Section 1.913(b) of the Commission's rules, which requires that applications to transfer control of Wireless Radio Services licenses be filed electronically.¹ The Applicants submit that a waiver of the FCC's electronic filing requirements is in the public interest.

This application is one of a group of applications being filed in connection with the proposed transfer of control of all the licenses and authorizations held by T-Mobile USA, Inc. and its subsidiaries from Deutsche Telekom AG ("DT") to AT&T Inc. ("AT&T"). DT, indirectly through VoiceStream PCS I Iowa Corporation, currently holds a greater than 50 percent interest in Iowa Wireless Services Holding Corporation ("IWSHC"). This interest, while greater than 50 percent, in fact is non-controlling. Nonetheless, given that the proposed transfer will result in a transfer of a greater than 50 percent equity interest in IWSHC, the Applicants are required to submit applications to transfer control of licenses, leases, and international Section 214 authorizations held by IWSHC.

The Commission's Universal Licensing System requires that Form 603 "Transfer of Control" applications and Form 608 "Transfer of Control of Lessee" applications be initiated by the relevant licensee/lessee, in this case IWSHC. Neither the transferor nor the transferee is able to initiate the forms in ULS. In this case, IWSHC – which is not a party to the proposed transaction between DT and AT&T – was unwilling or unable to initiate the relevant FCC forms in the timeframe required by DT and AT&T. As such, the Applicants are submitting this application manually so that all applications required in connection with the above transaction can be submitted simultaneously.

Among the underlying purposes of the electronic filing requirements is to make the Commission's processing of applications more efficient. Applying these requirements strictly in this instance would frustrate this purpose by precluding the Commission from processing the application at all.² Moreover, as it is not possible for the Applicants to file these applications in the manner required by the rules, it "would be inequitable [and] unduly burdensome" to insist on total adherence.³ Accordingly, grant of this requested waiver would be in the public interest.⁴

¹ 47 C.F.R. § 1.913(b).

² See *id.* § 1.925(b)(3)(i) (permitting rule waivers where the underlying purpose of the rule would be frustrated and grant of the waiver is in the public interest).

³ See *id.* § 1.925(b)(3)(ii).

⁴ See *id.* §§ 1.3 (providing that the Commission may waive any rule if good cause is shown), 1.925(b)(3).